

Alternative Compliance Statement Under Section 104 of ERISA
and DOL Regulation §2520.104-23 for the Fawn Industries,
Inc. Executive Deferred Bonus Plan

I, Raymond J. Fioravante, Chief Financial Officer of Fawn Industries, Inc., hereby certify to the following information with respect to the Fawn Industries, Inc. Executive Deferred Bonus Plan:

1. Name/Address of Employer:

Fawn Industries, Inc.
Suite 140
311 International Circle
Hunt Valley, Maryland 21030

2. EIN of Employer: 52-0632178

3. Fawn Industries, Inc. maintains The Fawn Industries, Inc. Executive Deferred Bonus Plan primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees.

4. The number of employees who participate in the Fawn Industries, Inc. Executive Deferred Bonus Plan is five.

5. Fawn Industries, Inc. maintains no other ERISA top-hat plans.

FAWN INDUSTRIES, INC.

By:


Raymond J. Fioravante
Chief Financial Officer

Date:

3/31/96

LAW OFFICES
GORDON, FEINBLATT, ROTHMAN, HOFFBERGER & HOLLANDER, LLC
THE GARRETT BUILDING
233 EAST REDWOOD STREET
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ROBIN L. WEXLER
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April 3, 1996

Certified Mail
Return Receipt Requested

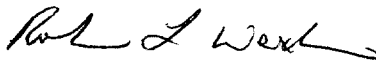
Top Hat Plan Exemption
Pension and Welfare Benefits Administration
Room N-5644
U.S. Department of Labor
200 Constitution Avenue, N.W.
Washington, D.C. 20210

Re: The Fawn Industries, Inc. Executive Deferred
Bonus Plan

To Whom It May Concern:

Enclosed is the Alternative Compliance Statement under Section 104 of ERISA and DOL Regulation §2520.104-23 for the above-referenced Plan. Should you have any questions or need additional information regarding the Plan, please contact me or Matthew Mellin at (410) 576-4047.

Very truly yours,



Robin L. Wexler

Enclosure

cc: Raymond J. Fioravante

APR 11 1996
U.S. DEPARTMENT OF LABOR
PENSION AND WELFARE BENEFITS ADMINISTRATION